

Exhibit A

<DOCUMENT>
 <TYPE>SC 13G
 <SEQUENCE>1
 <FILENAME>v051841_sc13g.txt
 <TEXT>

UNITED STATES
 SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
 (AMENDMENT NO.)

INDUSTRIAL ENTERPRISES OF AMERICA, INC.
 (NAME OF ISSUER)

COMMON STOCK
 (TITLE OF CLASS OF SECURITIES)

456132208
 (CUSIP NUMBER)

AUGUST 30, 2006
 (DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS SCHEDULE IS FILED:

<input checked="" type="checkbox"/>	RULE 13D-1(B)
<input type="checkbox"/>	RULE 13D-1(C)
<input type="checkbox"/>	RULE 13D-1(D)

*THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT CONTAINING INFORMATION WHICH WOULD ALTER DISCLOSURES PROVIDED IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED ON THE REMAINDER OF THIS COVER PAGE SHALL NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE SECURITIES EXCHANGE ACT OF 1934 ("ACT") OR OTHERWISE SUBJECT TO THE LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

<PAGE>

CUSIP NO. 456132208

1) NAMES OF REPORTING PERSONS.
 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

*TRINITY BUI

*TRINITY BUI IS FILING ON BEHALF OF (1) TRINITY BUI, PERSONALLY, AND (2) TRINITY FINANCING INVESTMENTS CORP., OF WHICH MS. BUI IS PRESIDENT, SOLE DIRECTOR AND SOLE STOCKHOLDER.

2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)

(A) ☐

(B) ☒

3) SEC USE ONLY

4) CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5) SOLE VOTING POWER	725,000
	6) SHARED VOTING POWER	
	7) SOLE DISPOSITIVE POWER	725,000
	8) SHARED DISPOSITIVE POWER	

9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

725,000

10) CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

☐

11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ITEM 9 9.9%

12) TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN

<PAGE>

ITEM 1.

(A) NAME OF ISSUER INDUSTRIAL ENTERPRISES OF AMERICA, INC.

(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICE

INDUSTRIAL ENTERPRISES OF AMERICA, INC.
711 THIRD AVENUE, SUITE 1505
NEW YORK, NEW YORK 10017

ITEM 2.

(A) NAME OF PERSONS FILING

TRINITY BUI

*TRINITY BUI IS FILING ON BEHALF OF (1) TRINITY BUI, PERSONALLY, AND (2) TRINITY FINANCING INVESTMENTS CORP., OF WHICH MS. BUI IS PRESIDENT, SOLE DIRECTOR AND SOLE STOCKHOLDER.

(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR IF NONE, RESIDENCE

TRINITY BUI:

PRINCIPAL BUSINESS OFFICE:
300 EAST 55TH STREET
APT. 14D
NEW YORK, NY 10022

TRINITY FINANCING INVESTMENTS CORP:

PRINCIPAL BUSINESS OFFICE:
300 EAST 55TH STREET
APT. 14D
NEW YORK, NY 10022

(C) CITIZENSHIP

TRINITY BUI: UNITED STATES
TRINITY FINANCING INVESTMENTS
CORP: DELAWARE

(D) TITLE OF CLASS OF SECURITIES

COMMON STOCK, PAR VALUE \$0.001
PER SHARE

(E) CUSIP NUMBER

456132208

ITEM 3.

IF THIS STATEMENT IS FILED PURSUANT TO RULE 240.13D- 1(B), OR 240.13D-2(B) OR (C), CHECK WHETHER THE PERSON FILING IS A:

- (A) ☐ BROKER OR DEALER REGISTERED UNDER SECTION 15 OF THE ACT (15 U.S.C. 78O).
- (B) ☐ BANK AS DEFINED IN SECTION 3(A)(6) OF THE ACT (15 U.S.C. 78C).
- (C) ☐ INSURANCE COMPANY AS DEFINED IN SECTION 3(A)(19) OF THE ACT (15 U.S.C. 78C).
- (D) ☐ INVESTMENT COMPANY REGISTERED UNDER SECTION 8 OF THE INVESTMENT COMPANY ACT OF 1940 (15 U.S.C. 80A-8).
- (E) ☐ AN INVESTMENT ADVISER IN ACCORDANCE WITH 240.13D-1(B)(1)(II)(E).
- (F) ☐ AN EMPLOYEE BENEFIT PLAN OR ENDOWMENT FUND IN ACCORDANCE WITH 240.13D-1(B)(1)(II)(F).
- (G) ☐ A PARENT HOLDING COMPANY OR CONTROL PERSON IN ACCORDANCE WITH 240.13D-1(B)(1)(II)(G).

- (H) ____ A SAVINGS ASSOCIATION AS DEFINED IN SECTION 3(B) OF THE FEDERAL DEPOSIT INSURANCE ACT (12 U.S.C. 1813).
- (I) ____ A CHURCH PLAN THAT IS EXCLUDED FROM THE DEFINITION OF AN INVESTMENT COMPANY UNDER SECTION 3(C)(14) OF THE INVESTMENT COMPANY ACT OF 1940 (15 U.S.C. 80A-3).
- (J) ____ GROUP, IN ACCORDANCE WITH SECTION 240.13D-1(B)(1)(II)(J).

<PAGE>

ITEM 4. OWNERSHIP.

PROVIDE THE FOLLOWING INFORMATION REGARDING THE AGGREGATE NUMBER AND PERCENTAGE OF THE CLASS OF SECURITIES OF THE ISSUER IDENTIFIED IN ITEM 1.

(A) AMOUNT BENEFICIALLY OWNED:

*TRINITY BUI: 500,000 SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF CONVERTIBLE PROMISSORY NOTES AND 55,000 SHARES ISSUABLE UPON EXERCISE OF WARRANTS

*TRINITY FINANCING INVESTMENTS CORP: 150,000 SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF CONVERTIBLE PROMISSORY NOTES AND 20,000 SHARES ISSUABLE UPON EXERCISE OF WARRANTS

*TRINITY BUI AND TRINITY FINANCING INVESTMENTS CORP., JOINTLY: 650,000 SHARES OF COMMON STOCK ISSUABLE UPON CONVERSION OF CONVERTIBLE PROMISSORY NOTES AND 75,000 SHARES ISSUABLE UPON EXERCISE OF WARRANTS

*NOTE: THE NUMBER OF SHARES LISTED DOES NOT REFLECT (A) ADDITIONAL SHARES TO WHICH EITHER TRINITY BUI OR TRINITY FINANCING INVESTMENTS CORP. MAY BE ENTITLED DUE TO ANTI-DILUTION RIGHTS PURSUANT TO AGREEMENTS WITH THE ISSUER; AND (B) 640,000 SHARES OF COMMON STOCK ISSUABLE UPON EXERCISE OF WARRANTS WHICH CANNOT BE ISSUED PURSUANT TO THE TERMS OF SUCH WARRANTS IF THE ISSUANCE OF SUCH SHARES WOULD RESULT IN BUI BECOMING THE BENEFICIAL OWNER OF TEN PERCENT (10%) OR MORE OF THE VOTING SECURITIES, OR WOULD OTHERWISE BE CONSIDERED AN "AFFILIATE" OF INDUSTRIAL ENTERPRISES OF AMERICA, INC. UNDER THE RULES PROMULGATED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE "ACT").

- (B) PERCENT OF CLASS: TRINITY BUI AND TRINITY FINANCING INVESTMENTS CORP, JOINTLY: 9.9%
 TRINITY BUI: 7.6%
 TRINITY FINANCING INVESTMENTS CORP: 2.3%

- (C) NUMBER OF SHARES AS TO WHICH THE PERSON HAS:

- (I) SOLE POWER TO VOTE OR TO DIRECT THE VOTE: 725,000

- (II) SHARED POWER TO VOTE OR TO DIRECT THE VOTE:

- (III) SOLE POWER TO DISPOSE OR TO DIRECT THE DISPOSITION OF: 725,000

(IV) SHARED POWER TO DISPOSE OR TO DIRECT
THE DISPOSITION OF:

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

IF THIS STATEMENT IS BEING FILED TO REPORT THE FACT THAT AS OF THE DATE HEREOF
THE REPORTING PERSON HAS CEASED TO BE THE BENEFICIAL OWNER OF MORE THAN FIVE
PERCENT OF THE CLASS OF SECURITIES, CHECK THE FOLLOWING ☐.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

N/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

N/A

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N/A

ITEM 10. CERTIFICATION.

BY SIGNING BELOW I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE
SECURITIES REFERRED TO ABOVE WERE NOT ACQUIRED AND ARE NOT HELD FOR THE PURPOSE
OF OR WITH THE EFFECT OF CHANGING OR INFLUENCING THE CONTROL OF THE ISSUER OF
THE SECURITIES AND WERE NOT ACQUIRED AND ARE NOT HELD IN CONNECTION WITH OR AS A
PARTICIPANT IN ANY TRANSACTION HAVING THAT PURPOSE OR EFFECT.

DATED: AUGUST 30, 2006

/s/ TRINITY BUI

TRINITY BUI

</TEXT>

</DOCUMENT>

Exhibit B

Holland+Knight

Tel: 212 513 3200
Fax: 212 385 9010

Holland & Knight LLP
195 Broadway, 24th Floor
New York, NY 10007-3189
www.hklaw.com

David D. Howe
212 513 3351
david.howe@hklaw.com

September 8, 2006

VIA FAX AND MAIL

Leon Borstein, Esq.
Borstein & Sheinbaum
420 Lexington Ave., Suite 2920
New York, New York 10170

Dear Mr. Borstein:

We represent Industrial Enterprises of America, Inc. (the "Company"). I am writing to you in your capacity as counsel for Trinity Bui and Trinity Financing Investments Corp. ("TFIC").

On August 30, 2006, Ms. Bui, on behalf of herself and TFIC, filed a Schedule 13G concerning the Company with the U.S. Securities and Exchange Commission. The Schedule is materially inaccurate, false and/or misleading in two respects:

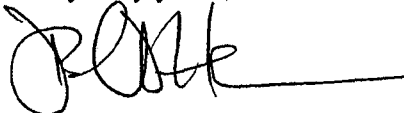
(1) The Schedule states that Ms. Bui and TFIC have beneficial ownership of 650,000 shares of the Company's common stock "issuable upon conversion of convertible promissory notes", but it fails to disclose that the Company has asserted that the conversion rights under such notes have been extinguished and that the issue is presently in litigation. This is a material omission.

(2) The cover page of the Schedule states that the "date of event which requires filing of this statement" is August 30, 2006. The subject notes were issued in 2004 and 2005, and the Company is not aware of any relevant "event" occurring on August 30, 2006. The implication of the statement is that the notes were made on the stated date. This is false and/or misleading.

The Company demands that Ms. Bui make a corrective filing with the SEC.

The Company is assessing its legal remedies. All rights and remedies are reserved.

Very truly yours,



David D. Howe

Exhibit C

MINTZ & FRAADE, P.C.
COUNSELORS AT LAW
488 MADISON AVENUE
NEW YORK, NEW YORK 10022

TELEPHONE
(212) 486-2500

TELECOPIER
(212) 486-0701

OF COUNSEL
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EDWARD C. KRAMER
MELVIN L. LEBOW
MARTIN L. LERNER
MELVYN R. LEVENTHAL
KEVIN J. MCGRAW
ARTHUR L. PORTER, JR.
JON M. PROBSTEN
I. FREDERICK SHOTKIN

TELECOPIER TRANSMISSION COVER SHEET

DATE: 9/13/06

SENT BY: *JK*

CLIENT: 158

TO: David Howe, Esq.
Ms Trinity Bui
Leon Borstein, Esq.

TELECOPIER NUMBER(S) 212 385 9010
212 755 9309
212 687 8710

NUMBER OF PAGES: _____ (INCLUDING COVER SHEET)

FROM: Alan P. Fraade

If there are any problems with this transmission, please contact the sending office at (212) 486-2500.

Message: Please see attached letter and
Schedule 136.

This transmission is intended only for the designated recipient and may contain information which is privileged, confidential and exempt from disclosure under state and exempt from disclosure under state and federal laws. If the reader or recipient of this transmission is not the designated recipient, or is the employee or agent responsible for delivery to the intended recipient, you are notified that any use, dissemination, distribution or copying of this communication is strictly prohibited. Notice: this transmission shall not constitute a designation or a consent authorizing service of papers upon this firm by facsimile pursuant to New York CPLR §2103 (b) (5).

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488 MADISON AVENUE
NEW YORK, NEW YORK 10022

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OF COUNSEL
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MARTIN L. LERNER
KEVIN J. MCGRAW
ARTHUR L. PORTER, JR.
JON M. PROBSTEN
I. FREDERICK SHOTKIN

September 13, 2006

Via Facsimile

Holland & Knight LLP
195 Broadway, 24th Floor
New York, NY 10007

Attention: David D. Howe, Esq.

Re: Industrial Enterprises of America

Gentlemen:

Reference is made to David Howe's letter addressed to Leon Borstein dated September 8, 2006 with respect to the Schedule 13G filed on behalf of Trinity Bui and Trinity Financing Investments Corp. On behalf of Ms. Bui, I am attaching a draft of a proposed Amended Schedule 13G (the "Schedule") containing the following revisions:

- (1) On the cover page, the date of the event which requires filing is listed as August 30, 2006. An explanation was added to state that this date is the date the Schedule was initially submitted to the SEC for filing.
- (2) On the last page, the amount of shares beneficially owned by each of Trinity Bui and TFIC have been clarified to state that the shares are issuable upon conversion of convertible promissory notes issued in 2004 and 2005. An additional note was added to state that the Issuer has asserted that the conversion rights under the convertible promissory notes issued in 2004 and 2005 have been extinguished and that this issue is in litigation.

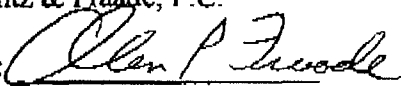
We believe the proposed changes are not material or necessary; however, they are being made to accommodate the concerns addressed in David Howe's letter.

Please advise us of comments you or your client has with respect to the proposed changes so that we may arrange for the filing.

Very truly yours,

Mintz & Fraade, P.C.

By:


Alan P. Fraade

APF: jja
CC: Leon Borstein, Esq.
Ms. Trinity Bui

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1)

INDUSTRIAL ENTERPRISES OF AMERICA, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

456132208
(CUSIP Number)

August 30, 2006 (Date initially submitted to the SEC)
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)
☐ Rule 13d-1(c)
☐ Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 19 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 456132208

- 1) Names of Reporting Persons.
I.R.S. Identification Nos. of Above Persons (entities only)

*TRINITY BUI

*Trinity Bui is filing on behalf of (1) Trinity Bui, personally, and
(2) Trinity Financing Investments Corp., of which Ms. Bui is President,
sole Director and sole Stockholder.

- 2) Check the Appropriate Box if a Member of a Group (a) []
(See Instructions) (b) [X]

- 3) SEC Use Only

- 4) Citizenship or Place of Organization United States

Number of Shares	5)	Sole Voting Power	725,000
Beneficially	6)	Shared Voting Power	
Owned by Each	7)	Sole Dispositive Power	725,000
Reporting	8)	Shared Dispositive Power	
Person With			

- 9) Aggregate Amount Beneficially Owned by Each Reporting Person
725,000

- 10) Check if the Aggregate Amount in Row (9) Excludes
Certain Shares (See Instructions) [X]

- 11) Percent of Class Represented by Amount in Item 9 9.9%

- 12) Type of Reporting Person (See Instructions) IN

ITEM 1.

(A) NAME OF ISSUER Industrial Enterprises of America, Inc.

(B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICE

Industrial Enterprises of America, Inc.
711 Third Avenue, Suite 1505
New York, New York 10017

ITEM 2.

(A) NAME OF PERSONS FILING

Trinity Bui

*Trinity Bui is filing on behalf of (1) Trinity Bui, personally, and
(2) Trinity Financing Investments Corp., of which Ms. Bui is President,
sole Director and sole Stockholder.

(B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR IF NONE, RESIDENCE

TRINITY BUI: Principal Business Office:
300 East 55th Street
Apt. 14D
New York, NY 10022

TRINITY FINANCING INVESTMENTS CORP: Principal Business Office:
300 East 55th Street
Apt. 14D
New York, NY 10022

(C) CITIZENSHIP Trinity Bui: United States
Trinity Financing Investments Corp: Delaware

(D) TITLE OF CLASS OF SECURITIES Common Stock, par value \$0.001 per share

(E) CUSIP NUMBER 456132208

ITEM 3.

If this statement is filed pursuant to rule 240.13d-1(b), or 240.13d-2(b)
or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78o).
- (c) ☐ Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78o).
- (d) ☐ Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E).
- (f) ☐ An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F).
- (g) ☐ A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G).
- (h) ☐ A savings association as defined in section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
- (i) ☐ A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
- (j) ☐ Group, in accordance with section 240.13d-1(b)(1)(ii)(J).

ITEM 4. OWNERSHIP.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

*Trinity Bui: 500,000 shares of common stock issuable upon conversion of convertible promissory notes issued in 2004 and 2005 and 55,000 shares issuable upon exercise of warrants pursuant to such promissory notes

*Trinity Financing Investments Corp: 150,000 shares of common stock issuable upon conversion of convertible promissory notes issued in 2004 and 2005 and 20,000 shares issuable upon exercise of warrants pursuant to such promissory notes

*Trinity Bui and Trinity Financing Investments Corp., jointly: 650,000 shares of common stock issuable upon conversion of convertible promissory notes issued in 2004 and 2005 and 75,000 shares issuable upon exercise of warrants pursuant to such promissory notes

*Note: The number of shares listed may not reflect (A) additional shares to which either Trinity Bui or Trinity Financing Investments Corp. may be entitled due to anti-dilution rights pursuant to agreements with the Issuer; and (B) 640,000 shares of common stock issuable upon exercise of warrants which cannot be issued if the issuance of such shares would result in Bui as the beneficial owner of ten percent (10%) or more of the voting securities, or would otherwise be considered an "affiliate" of Industrial Enterprises of America, Inc. under the rules promulgated under the Securities Act of 1933, as amended (the "Act").

The Issuer has asserted that the conversion rights under the convertible promissory notes issued in 2004 and 2005 have been extinguished. This issue is presently the subject of litigation with the Issuer.

(b) Percent of class: Trinity Bui and Trinity Financing Investments Corp., jointly: 9.9%
Trinity Bui: 7.6%
Trinity Financing Investments Corp: 2.3%

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote: 725,000

(ii) Shared power to vote or to direct the vote:

(iii) Sole power to dispose or to direct the disposition of:

(iv) Shared power to dispose or to direct the disposition of:

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following /_x_/.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

N/A

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

N/A

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

N/A

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

N/A

ITEM 10. CERTIFICATION.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Dated: August 30, 2006

Trinity Bui

Exhibit D

MINTZ & FRAADE, P.C.
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488 MADISON AVENUE
NEW YORK, NEW YORK 10022

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KEVIN J. MCGRAW
ARTHUR L. PORTER, JR.
JON M. PROBSTEN
I. FREDERICK SHOTKIN

TELECOPIER TRANSMISSION COVER SHEET

DATE: 9/29/06

SENT BY: APF

CLIENT: _____

TO: Holland + Knight, LLP Attn: David D. Howe, esq.

TELECOPIER NUMBER(S) 212-385-9010

NUMBER OF PAGES: 2 (INCLUDING COVER SHEET)

FROM: Alon P. Fraade

If there is any problem with this transmission, please contact the sending office at (212) 486-2500.

Message: please see attached

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MARTIN L. LERNER
KEVIN J. MCGRAW
ARTHUR L. PORTER, JR.
JON M. PROBSTEN
I. FREDERICK SHOTKIN

September 29, 2006

Via Facsimile

Holland & Knight, LLP
195 Broadway, 24th Floor
New York, NY 10007
Attn: David D. Howe, Esq.

Re: Industrial Enterprise of America, Inc.

Gentlemen:


Reference is made to my letter dated September 13, 2006, a copy which is annexed hereto.

Notwithstanding the objections raised in your letter to Leon Borstein dated September 8, 2006 with respect to the Schedule 13G filed on behalf of Trinity Bui and Trinity Financing Investment Corp., you have not responded to my client's proposed amendment to said filing which we believe resolves the issues raised by you and your client.

In view of your concern with respect to the filing and in an attempt to correct any confusion with the filing, our client intends to file the amended Schedule 13G with the SEC on Wednesday, October 4, 2006 if we have not heard from you prior to such date with any objection to such filing.

Very truly yours,

Mintz & Fraade, P.C.

By: 
Alan P. Fraade

cc: Ms. Trinity Bui
Leon Borstein, Esq.

APF/ng
-v/-Encl.